

**NOTICE OF EXTENSION, AMENDMENT, AND RATIFICATION
OF OIL AND GAS LEASE**

STATE OF TEXAS §
 §
COUNTY OF TARRANT §

WHEREAS, heretofore, on November 1, 2005, Rita M. Bivens, individually and as Attorney-in-Fact for James W. Bivens, as Lessor, whose address is 1109 Poindexter Street, Fort Worth, Texas 76102, granted to Finley Resources, Inc., as Lessee, an oil and gas lease (the "Lease").

WHEREAS, the Lease is recorded at instrument no. D205365382 of the Official Public Records of Tarrant County, Texas. This Lease is now owned by Finley Resources Inc., whose address is P.O. Box 2200, Fort Worth, Texas 76113 and Wide Open Spaces, Ltd. whose address is 2801 Bledsoe Street, Fort Worth, Texas 76107.

WHEREAS, the primary term stated in the Lease is for 3 (three) years from November 1, 2005. section thirteen (13) of the Lease grants the original lessee and its successors or assigns the right to extend the Primary Term for an additional period of Two (2) year, by the payment of specified sums to the Lessor in that Lease. On September 30, 2008, the amount provided for in the Lease was tendered to the Lessor for the purposes of extending the primary term of the Lease until November 1, 2010. This Notice is placed of record for purposes of evidencing that the primary term of the Lease has been extended to November 1, 2010.

WHEREAS, Lessor and Lessee recognize that the Lease is in full force and effect; and it is the desire of both Grantor and Grantee to correct said Lease in the manner provided hereinbelow.

NOW, THEREFORE, in consideration of the premises and other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Lessor and Lessee agree to clarify the legal description of the Lessors mineral interests by amending the seventh (7th) line of Section One (1) by adding the words " and further described in that certain Warranty Deed dated July 28th, 1956, by and between L.D. Austin, as Grantor, and James W. Bivens and wife, Rita Bivens, as Grantee, recorded at Volume 3017, Page 233, Deed Records, Tarrant County, Texas." so that the seventh (7th) line now reads:

"Lots 8B, 9, 10 and 11, HOLLOWAY ADDITION, an Addition to the City of Fort, and further described in that certain Warranty Deed dated July 28th, 1956, by and between L.D. Austin, as Grantor, and James W. Bivens and wife, Rita Bivens, as Grantee, recorded at Volume 3017, Page 233, Deed Records, Tarrant County, Texas."

The provisions hereof shall extend to and be binding upon the heirs, successors, legal representatives and assigns of the parties executing the amendment.

Lessor and Lessee hereby adopt, ratify and confirm said Lease as the same is hereby amended, and Lessor hereby grants, leases, and lets all of the acreage above-described and referred to unto Lessee subject to and under the terms and provisions of said Lease; and such Lease is expressly affirmed, ratified and declared to be effective and binding for all purposes as of the date hereof.

EXECUTED the 26 day of NOVEMBER, 2008.

LESSOR

By: Rita M Bivens
RITA BIVENS, Individually

By: Rita M Bivens
RITA BIVENS, as Attorney-in-Fact
For James W. Bivens

LESSEE:

FINLEY RESOURCES INC.

By: CLINTON KOERTH
Its: VICE PRESIDENT

STATE OF TEXAS §
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COUNTY OF TARRANT §

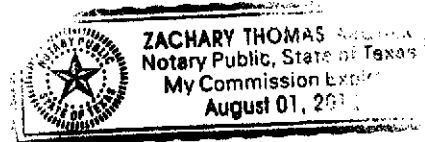
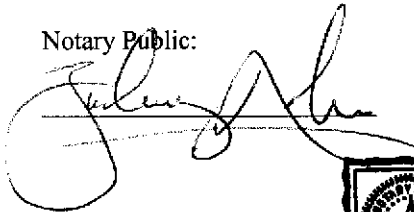
Before me, the undersigned authority, on this 26 day of NOVEMBER, 2008, personally appeared **RITA BIVENS, Individually, and as Attorney-in-Fact for James W. Bivens** and acknowledged to me that she executed the same as her free and voluntary act and deed for the purpose and in the capacity stated herein.

Given under my hand and seal of office this 26 day of NOVEMBER, 2008.

My commission expires: 8-1-2012

ZACHARY ARCHER

Notary Public:



STATE OF TEXAS §
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COUNTY OF TARRANT §

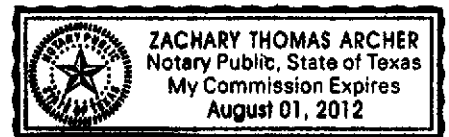
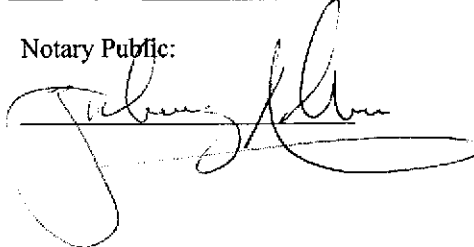
Before me, the undersigned authority, on this 26 day of NOVEMBER, 2008, personally appeared **Clinton Koerth, as the Vice President of Finley Resources, Inc.**, and acknowledged to me that he executed the same as his free and voluntary act and deed for the purpose and in the capacity stated herein.

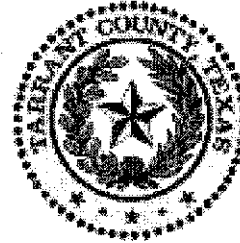
Given under my hand and seal of office this 26 day of NOVEMBER, 2008.

My commission expires: 8-1-2012

ZACHARY ARCHER

Notary Public:





FINLEY RESOURCES INC
1308 LAKE ST

FT WORTH TX 76102

Submitter: FINLEY RESOURCES INC

SUZANNE HENDERSON
TARRANT COUNTY CLERK
TARRANT COUNTY COURTHOUSE
100 WEST WEATHERFORD
FORT WORTH, TX 76196-0401

DO NOT DESTROY
WARNING - THIS IS PART OF THE OFFICIAL RECORD.

Filed For Registration: 11/26/2008 03:20 PM
Instrument #: D208439620
LSE 3 PGS \$20.00

By: _____



D208439620

ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE
OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR
RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

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